

Capital (Nonconsolidated)

Sumitomo Mitsui Banking Corporation

Changes in Number of Shares Outstanding and Capital Stock

	Thousands of shares		Millions of yen			
	Number of shares outstanding		Capital stock		Capital reserve	
	Changes	Balances	Changes	Balances	Changes	Balances
March 30, 2001	(383)	416	¥ (19,169)	¥ 20,831	¥ 4,881	¥ 4,881
June 28, 2001.....	—	416	—	20,831	(4,881)	0
March 13, 2003	1,245	1,661	32,121	52,952	32,121	32,121
March 14, 2003	1,080	2,741	27,864	80,816	27,864	59,985
March 17, 2003	53,037	55,778	479,169	559,985	819,708	879,693

Remarks:

March 30, 2001:	Pursuant to the resolution of the Extraordinary General Meeting of Shareholders held on February 26, 2001, the former Wakashio Bank retired 383,380 shares after acquisition without compensation in order to reduce capital and write off losses carried forward from the previous fiscal year. The difference between the amount of capital reduction and the amount of losses written off is included in "Capital reserve" as gain on capital reduction.
June 28, 2001:	Compensation for the deficit
March 13, 2003:	Allotment to third parties: Common stock: 1,245 thousand shares Issue price: ¥51,600 Capitalization: ¥25,800
March 14, 2003:	Allotment to third parties: Common stock: 1,080 thousand shares Issue price: ¥51,600 Capitalization: ¥25,800
March 17, 2003:	Merger with Sumitomo Mitsui Banking Corporation (merger ratio: 1-to-0.007)

Note: Capital reserve of ¥220,966 million decreased due to corporate split on April 1, 2004.

The following table shows total number of shares issued and outstanding, capital stock, and capital reserve of the former SMBC for the period up to March 16, 2003.

	Thousands of shares		Millions of yen			
	Number of shares outstanding		Capital stock		Capital reserve	
	Changes	Balances	Changes	Balances	Changes	Balances
April 2, 2001	3,273,423	6,581,485	¥523,851	¥1,276,700	¥991,326	¥1,634,407
March 9, 2002	—	6,581,485	—	1,276,700	(357,614)	1,276,792
March 15, 2002	—	6,581,485	—	1,276,700	11	1,276,804
April 1, 2001 — March 31, 2002.....	91,324	6,672,810	50,045	1,326,746	49,954	1,326,758
April 1, 2001 — March 31, 2002.....	3,614	6,676,424	—	1,326,746	—	1,326,758
February 3, 2003	—	6,676,424	(494,100)	832,646	—	1,326,758
February 5, 2003	313,556	6,989,980	—	832,646	94,680	1,421,438
February 12, 2003.....	454,078	7,444,059	75,377	908,023	74,922	1,496,361
March 13, 2003	961,538	8,405,597	149,999	1,058,023	149,999	1,646,361

Remarks:

April 2, 2001:	Merger with The Sakura Bank, Limited (merger ratio: 1-to-0.6)
March 9, 2002:	Withdrawal from capital reserve pursuant to Article 289-2 of the Commercial Code and Article 18-2 of the Banking Law
March 15, 2002:	Merger with SMBC Property Management Service Co., Ltd., a wholly owned subsidiary of the former SMBC
April 1, 2001 — March 31, 2002:	Conversion of convertible bonds into common stock
April 1, 2001 — March 31, 2002:	Conversion of preferred stock into common stock
February 3, 2003:	Reduction in capital stock due to a corporate split for the transfer of management business to the wholly owned parent company, Sumitomo Mitsui Financial Group, Inc.
February 5, 2003:	Increase in capital reserve due to conversion of SMBC Guarantee Co., Ltd. into a wholly owned subsidiary through an exchange of stock.
February 12, 2003:	Allotment to third parties: Common stock: 454,078 thousand shares Issue price: ¥331 Capitalization: ¥166
March 13, 2003:	Allotment to third parties: Common stock: 961,538 thousand shares Issue price: ¥312 Capitalization: ¥156

Total Outstanding Shares

March 31, 2004	Number of shares issued
Common stock.....	54,811,805
Preferred stock (Type 1)	67,000
Preferred stock (Type 2)	100,000
Preferred stock (Type 3)	800,000
Total.....	<u>55,778,805</u>

Note: The shares above are not listed on any stock exchange.

Number of Voting Rights

Total Outstanding Shares	Number of shares		Number of voting rights
	Preferred stock	Common stock	
Number of shares of nonvoting stock	967,000	—	—
Number of shares of voting stock with restriction (Treasury stock, etc.)	—	—	—
Number of shares of voting stock with restriction (Others)	—	—	—
Voting stock (Treasury stock, etc.)	—	—	—
Voting stock (Others)	54,811,805	—	54,811,805
Fractional shares	—	—	—
Total outstanding shares	55,778,805	—	—
Total voting rights	—	—	54,811,805

Note: The articles of incorporation concerning the fractional shares stipulate that "The bank shall not make an entry of any share which is less than one share, whether in writing or digital record, as a fractional share in any register of fractional shares."

Treasury stock, etc.

There are no corresponding items.

Principal Shareholders

a. Common Stock

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
Sumitomo Mitsui Financial Group, Inc.	54,811,805	100.00%

b. Preferred Stock (Type 1)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
Sumitomo Mitsui Financial Group, Inc.	67,000	100.00%

c. Preferred Stock (Type 2)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
Sumitomo Mitsui Financial Group, Inc.	100,000	100.00%

d. Preferred Stock (Type 3)

March 31, 2004 Shareholder	Number of shares	Percentage of shares outstanding
Sumitomo Mitsui Financial Group, Inc.	800,000	100.00%